

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS - WESTERN DIVISION**

In re:)	
)	
ThinkEngine Networks, Inc.,)	Case No.
)	Chapter 7
Debtor)	
)	

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO RULE 1007(a)(1)
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

ThinkEngine Networks, Inc., a Delaware corporation (the "Debtor"), hereby submits its statement of corporate ownership pursuant to Fed.R.Bankr.P 1007(a)(1).

1. The following corporations directly or indirectly own 10% or more of any class of Debtor's equity interests:
 - a. Prism Venture Partners III, LLC

To the best of Debtor's knowledge, no other corporation directly or indirectly owns 10% or more of any class of equity interests in the Debtor.

Dated: January 13, 2009

ThinkEngine Networks, Inc.
Debtor and Debtor-in-Possession

By: 
John Steinkrauss
Vice President and Chief Financial Officer